

EXHIBIT C

Supreme Court of Pennsylvania

Court of Common Pleas
Civil Cover Sheet

Adams

County

For Prothonotary Use Only:

Docket No:

16-S-803

The information collected on this form is used solely for court administration purposes. This form does not supplement or replace the filing and service of pleadings or other papers as required by law or rules of court.

| | | | |
|--|--|--|--|
| Commencement of Action: <div style="display: flex; justify-content: space-around;"> <div style="text-align: center;"> <input checked="" type="checkbox"/> Complaint </div> <div style="text-align: center;"> <input type="checkbox"/> Writ of Summons </div> <div style="text-align: center;"> <input type="checkbox"/> Petition </div> </div> <div style="display: flex; justify-content: space-around;"> <div style="text-align: center;"> <input checked="" type="checkbox"/> Transfer from Another Jurisdiction </div> <div style="text-align: center;"> <input type="checkbox"/> Declaration of Taking </div> </div> | | | |
| Lead Plaintiff's Name: Behavioral Health Industry News, Inc. d/b/a Open Minds | | Lead Defendant's Name: Mental Health Systems, Inc. | |
| Are money damages requested? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | | Dollar Amount Requested: (check one) | |
| | | <input type="checkbox"/> within arbitration limits <input checked="" type="checkbox"/> outside arbitration limits | |
| Is this a <i>Class Action Suit</i>? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | Is this an <i>MDJ Appeal</i>? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| Name of Plaintiff/Appellant's Attorney: <u>Dana W. Chilson; Elizabeth S. Daniels</u> | | | |
| <input type="checkbox"/> Check here if you have no attorney (are a Self-Represented [Pro Se] Litigant) | | | |

| | | |
|--|--|--|
| <p>Nature of the Case: Place an "X" to the left of the ONE case category that most accurately describes your PRIMARY CASE. If you are making more than one type of claim, check the one that you consider most important.</p> | | |
| <p>TORT (do not include Mass Tort)</p> <ul style="list-style-type: none"> <input type="checkbox"/> Intentional <input type="checkbox"/> Malicious Prosecution <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Nuisance <input type="checkbox"/> Premises Liability <input type="checkbox"/> Product Liability (does not include mass tort) <input type="checkbox"/> Slander/Libel/ Defamation <input type="checkbox"/> Other: <hr/> <hr/> | <p>CONTRACT (do not include Judgments)</p> <ul style="list-style-type: none"> <input type="checkbox"/> Buyer Plaintiff <input type="checkbox"/> Debt Collection: Credit Card <input type="checkbox"/> Debt Collection: Other <hr/> <hr/> <ul style="list-style-type: none"> <input type="checkbox"/> Employment Dispute: Discrimination <input type="checkbox"/> Employment Dispute: Other <hr/> <hr/> <p><input checked="" type="checkbox"/> Other: Breach of Contract</p> <hr/> <hr/> | <p>CIVIL APPEALS</p> <ul style="list-style-type: none"> <input type="checkbox"/> Administrative Agencies <input type="checkbox"/> Board of Assessment <input type="checkbox"/> Board of Elections <input type="checkbox"/> Dept. of Transportation <input type="checkbox"/> Statutory Appeal: Other <hr/> <hr/> <ul style="list-style-type: none"> <input type="checkbox"/> Zoning Board <input type="checkbox"/> Other: <hr/> <hr/> |
| <p>MASS TORT</p> <ul style="list-style-type: none"> <input type="checkbox"/> Asbestos <input type="checkbox"/> Tobacco <input type="checkbox"/> Toxic Tort - DES <input type="checkbox"/> Toxic Tort - Implant <input type="checkbox"/> Toxic Waste <input type="checkbox"/> Other: <hr/> <hr/> | <p>REAL PROPERTY</p> <ul style="list-style-type: none"> <input type="checkbox"/> Ejectment <input type="checkbox"/> Eminent Domain/Condemnation <input type="checkbox"/> Ground Rent <input type="checkbox"/> Landlord/Tenant Dispute <input type="checkbox"/> Mortgage Foreclosure: Residential <input type="checkbox"/> Mortgage Foreclosure: Commercial <input type="checkbox"/> Partition <input type="checkbox"/> Quiet Title <input type="checkbox"/> Other: <hr/> <hr/> | <p>MISCELLANEOUS</p> <ul style="list-style-type: none"> <input type="checkbox"/> Common Law/Statutory Arbitration <input type="checkbox"/> Declaratory Judgment <input type="checkbox"/> Mandamus <input type="checkbox"/> Non-Domestic Relations <input type="checkbox"/> Restraining Order <input type="checkbox"/> Quo Warranto <input type="checkbox"/> Replevin <input type="checkbox"/> Other: <hr/> <hr/> |
| <p>PROFESSIONAL LIABILITY</p> <ul style="list-style-type: none"> <input type="checkbox"/> Dental <input type="checkbox"/> Legal <input type="checkbox"/> Medical <input type="checkbox"/> Other Professional: <hr/> <hr/> | | |

Updated 1/1/2011

McNees Wallace & Nurick LLC
Dana W. Chilson
Attorney I.D. No. 208718
Elizabeth S. Daniels
Attorney I.D. No. 309234
100 Pine Street
P.O. Box 1166
Harrisburg, PA 17108-1166
Attorneys for Plaintiff

2016 AUG 5 PM 3

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|--|---|---|
| BEHAVIORAL HEALTH INDUSTRY NEWS, INC. D/B/A OPEN MINDS Plaintiff | : | IN THE COURT OF COMMON PLEAS OF ADAMS COUNTY, PENNSYLVANIA |
| v. | : | No. 16 - S - 803 |
| MENTAL HEALTH SYSTEMS, INC. Defendant | : | CIVIL ACTION - LAW |

NOTICE

YOU HAVE BEEN SUED IN COURT. If you wish to defend against the claims set forth in the following pages, you must take action within twenty (20) days after this Complaint and Notice are served, by entering a written appearance personally or by attorney and filing in writing with the Court your defenses or objections to the claims set forth against you. You are warned that if you fail to do so the case may proceed without you and a judgment may be entered against you by the Court without further notice for any money claimed in the Complaint or for any other claim or relief requested by the Plaintiff. You may lose money or property or other rights important to you.

YOU SHOULD TAKE THIS PAPER TO YOUR LAWYER AT ONCE. IF YOU DO NOT HAVE A LAWYER, GO TO OR TELEPHONE THE OFFICE SET FORTH BELOW. THIS OFFICE CAN PROVIDE YOU WITH INFORMATION ABOUT HIRING A LAWYER.

IF YOU CANNOT AFFORD TO HIRE A LAWYER, THIS OFFICE MAY BE ABLE TO PROVIDE YOU WITH INFORMATION ABOUT AGENCIES THAT MAY OFFER LEGAL SERVICES TO ELIGIBLE PERSONS AT A REDUCED FEE OR NO FEE.

COURT ADMINISTRATOR
ADAMS COUNTY COURTHOUSE
111-117 BALTIMORE STREET
GETTYSBURG, PA 17325
(717) 337-9846

McNEES WALLACE & NURICK LLC

Date: August 5, 2016

By



Dana W. Chilson
Attorney I.D. No. 208718
Elizabeth S. Daniels
Attorney I.D. No. 309234
100 Pine Street
P.O. Box 1166
Harrisburg, PA 17108-1166
Attorneys for Plaintiff

McNees Wallace & Nurick LLC
Dana W. Chilson
Attorney I.D. No. 208718
Elizabeth S. Daniels
Attorney I.D. No. 309234
100 Pine Street
P.O. Box 1166
Harrisburg, PA 17108-1166
Attorneys for Plaintiff

BEHAVIORAL HEALTH INDUSTRY NEWS, INC. D/B/A OPEN MINDS Plaintiff : IN THE COURT OF COMMON PLEAS OF ADAMS COUNTY, PENNSYLVANIA
v. : No. 16 - S - 803
MENTAL HEALTH SYSTEMS, INC. Defendant : CIVIL ACTION - LAW

COMPLAINT

Plaintiff Behavioral Health Industry News, Inc. d/b/a Open Minds ("Open Minds"), by and through its undersigned counsel, hereby files this Complaint against Defendant Mental Health Systems, Inc. ("MHS"), and in support thereof avers as follows:

The Parties

1. Open Minds is a Pennsylvania business corporation with its principal place of business at 163 York Street, Gettysburg, Pennsylvania 17325.
2. Upon information and belief, MHS is a California business corporation with a business address of 9465 Farnham Street, San Diego, California 92123.

Jurisdiction and Venue

3. This Court has personal jurisdiction over MHS because MHS has purposefully directed activities at Pennsylvania residents and has purposefully availed itself of the privilege of conducting activities within Pennsylvania.

4. Specifically, MHS requested that Open Minds perform services for MHS. At the time MHS requested to do business with Open Minds, it knew and understood that Open Minds would be providing services from Pennsylvania.

5. A substantial amount of the work product developed for MHS that is the subject of this Complaint was produced in Pennsylvania.

6. The Chief Executive Officer of MHS, Kim Bond, traveled to Pennsylvania in the fall of 2015 for the specific purpose of discussing the agreement for services between MHS and Open Minds, which agreement is the subject of this Complaint.

7. Venue in this Court is proper because a substantial amount of the work product developed pursuant to the agreements that are the subject of this Complaint was developed in Adams County, and therefore a transaction or occurrence took place in Adams County out of which the cause of action arose.

Factual Background

8. Open Minds provides market and management knowledge and services to customers in the health and human services field.

9. MHS provides mental health and drug and alcohol rehabilitation services.

10. On December 7, 2010, Open Minds and MHS entered into a Research & Consultative Services Agreement (the "Services Agreement"), under which Open Minds

agreed to provide technical assistance in electronic medical records software selection and implementation for MHS. A true and correct copy of the Services Agreement is attached hereto as Exhibit "A."

11. The Services Agreement provides that MHS would remit to Open Minds a fixed fee for the project of \$51,500, plus actual expenses.

12. With regard to any "additional pre-authorized services," MHS agreed that Open Minds would bill it in accordance with hourly rates specified in the Services Agreement.

13. On August 3, 2011, Open Minds and MHS entered into a Discounted Hourly Basis Agreement (the "Hourly Agreement"), under which Open Minds would provide ongoing consultation services to MHS. Such services were deemed pre-authorized and "billed at our discounted hourly rates, as per our original agreement", i.e. the Services Agreement. A true and correct copy of the Hourly Agreement is attached hereto as Exhibit "B."

14. The Services Agreement, together with the Hourly Agreement, constitute the entire agreement of Open Minds and MHS with regard to the services provided under the Hourly Agreement.

15. Open Minds performed the services covered by the \$51,500 fixed fee in the Services Agreement, and MHS paid the \$51,500 fixed fee for services under the

Services Agreement. Such work was completed within a year after execution of the Services Agreement.¹

16. Thereafter, however, and pursuant to the Services Agreement and the Hourly Agreement, MHS requested that Open Minds perform ongoing consulting services.

17. Open Minds performed the requested consultation services and invoiced MHS accordingly.

18. Until approximately the end of June 2015, MHS paid the invoices for the ongoing services performed at the hourly rates as agreed-upon under the Services Agreement and the Hourly Agreement. The billing was formatted as per MHS' instructions.

19. Since July 1, 2015, however, MHS has made no payments to Open Minds for the ongoing services provided pursuant to the Services Agreement and the Hourly Agreement.

20. In fall 2015, MHS' chief executive officer, Kim Bond, flew to Pennsylvania to engage in strategy and management consultation with various Open Minds personnel regarding organizational management issues. During that visit, Ms. Bond and Open Minds agreed that MHS would pay in full, any amounts due and owing from 2015 in the early part of 2016.

¹ The parties also executed a Research & Consultative Services Agreement in June 2012, and an Interim Business Development Services Agreement in March 2013. These two agreements are not the subject of the instant suit.

21. Despite Open Minds' requests, however, MHS has not paid Open Minds the amounts due and owing.

22. MHS has thus failed to pay the invoices dated July 1, 2015 through January 31, 2016, a true and correct copy of which are attached hereto as Exhibit "C."

Count I – Breach of Contract

23. Paragraphs 1 through 22 are incorporated herein as if set forth in full.

24. Pursuant to Pa.R.C.P. No. 1019(h), Open Minds bases this count on the Services Agreement and the Hourly Agreement, which are attached to this Complaint as Exhibits "A" and "B."

25. MHS failed to make payments as required by the Services Agreement and the Hourly Agreement.

26. MHS's failure to make payments as required under the Services Agreement and the Hourly Agreement constitute a material breach of the Services Agreement and the Hourly Agreement.

27. MHS has breached its contractual obligations to Open Minds by failing to pay Open Minds the sums due and owing to Open Minds pursuant to the Services Agreement and the Hourly Agreement.

28. Open Minds has been damaged by MHS's breach of its contractual obligations.

29. As of the date of this filing, MHS owes Open Minds the sum of \$236,045.08, plus attorneys' fees, interest, and costs, as allowed by law.

WHEREFORE, Plaintiff Behavioral Health Industry News, Inc. d/b/a Open Minds requests this Court enter judgment in its favor and against Defendant Mental Health Systems, Inc. in the amount of \$236,045.08, plus interest, attorneys' fees, and costs as allowed by law.

Count II – Unjust Enrichment
(Alternative Count)

30. Paragraphs 1 through 29 are incorporated herein by reference as if set forth fully herein.

31. As described more fully above, MHS currently owes Open Minds the sum of \$236,045.08, plus interest, attorneys' fees, and costs as allowed by law.

32. MHS was aware of and fully recognized the amount due and owing to Open Minds.

33. MHS benefited from its failure to pay the amounts due and owing to Open Minds by receiving and utilizing the services provided by Open Minds.

34. MHS has been unjustly enriched from said benefit by not paying Open Minds for the amounts due and owing to Open Minds.

35. An inequity will result if MHS is not required to repay Open Minds for the amounts due and owing to Open Minds.

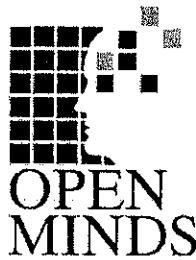
WHEREFORE, Plaintiff Behavioral Health Industry News, Inc. d/b/a Open Minds requests this Court enter judgment in its favor and against Defendant Mental Health Systems, Inc. in the amount of \$236,045.08, plus interest, attorneys' fees, and costs as allowed by law.

McNEES WALLACE & NURICK LLC

Date: August 5, 2016

By 
Dana W. Chilson
Attorney I.D. No. 208718
Elizabeth S. Daniels
Attorney I.D. No. 309234
100 Pine Street
P.O. Box 1166
Harrisburg, PA 17108-1166
Attorneys for Plaintiff

EXHIBIT A



Research & Consultative Services Agreement

December 7, 2010

Between
OPEN MINDS
And

Mental Health Systems, Inc.

ATTN: Orville Coonce, Executive Vice President Clinical Divisions
9465 Farnham Street, San Diego, California 92123
(858) 573-2600 ~ (858) 573-2602 Fax

OPEN MINDS agrees:

- To provide technical assistance in electronic medical records software selection and implementation for Mental Health Systems, Inc. (as outlined in Appendix A).
- The fee for this engagement is \$51,500 plus actual expenses.
- It is not an employee or an agent of Mental Health Systems, Inc.
- *OPEN MINDS* will not disclose information about Mental Health Systems, Inc., or its clients, except with the permission of Mental Health Systems, Inc.

Mental Health Systems, Inc. agrees:

- To provide clear and concise direction, preferably in writing, with regard to the research and consultative services that it requires.
- To remit to *OPEN MINDS* a fee for this project of \$51,500. The payment structure will be as follows: \$15,500 due at the signing of the contract, \$12,000 due on January 15, 2011, and \$12,000 due on February 15, 2011, and \$12,000 on March 15, 2011.
- To reimburse *OPEN MINDS* for actual pre-authorized expenses, plus all applicable state and local taxes, known and unknown, within 30 days of the receipt of an invoice for such services.
- To reimburse *OPEN MINDS* for any additional pre-authorized services, billed monthly at the following discounted hourly rates: research assistant, \$50/hour; researchers, \$80/hour; consultants, \$110/hour; senior consultants, \$200/hour; and senior associate, \$300/hour. No additional services will be provided without authorization of Mental Health Systems, Inc.
- That should Mental Health Systems, Inc. hire or retain any consultant or employee of *OPEN MINDS* during or within one year of the conclusion of this agreement, Mental Health Systems, Inc. agrees to pay *OPEN MINDS* an amount equal to 40.0% of the annualized gross compensation paid by *OPEN MINDS* to such consultant or employee.

Both parties agree that:

- OPEN MINDS will provide technical assistance in electronic medical records software selection and implementation for Mental Health Systems, Inc. (as outlined in Appendix A).
- For all amounts, an interest charge of 2% per month will be charged on the overdue balance.
- This agreement may not be assigned and will continue in full force and effect, even if either party changes its name.
- Should either party to this agreement commence legal action to enforce its rights under this agreement, the prevailing party in the action will be entitled to collect all reasonable costs and expenses incurred, including attorney's fees.

Please complete the following accounting contact information:

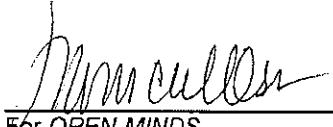
Name/Title _____

Organization _____

Address _____

Phone _____ Fax _____

E-mail _____


For OPEN MINDS


For Mental Health Systems, Inc.


Date
12/21/10

Appendix A

OPEN MINDS will provide technical assistance in electronic medical records software selection and implementation for Mental Health Systems, Inc.

This initiative would have the following steps:

Component I: Development of functional specifications

Defining the functional specifications for a new software system is a crucial first step for a successful software selection process. The *OPEN MINDS* team will conduct an on-site assessment and review of organizational materials in order to provide a thorough documentation of the functional specifications needed by Mental Health Systems for an EMR system. In this component of the engagement, the *OPEN MINDS* team will:

1. Develop an overall proposed project plan
2. Determine a proposed list of organization materials and specifications to be reviewed
3. Develop a draft agendas and templates for conference calls and meetings
4. Conduct a kick-off conference call with organizational leadership to discuss the project and plan the site visit
5. Review the organizational materials provided
6. Conduct a thorough three-day on-site visit to assess current IT functionality and future business reporting needs
7. Write a draft of the Software Specifications Summary document with the following outline:
 - I. Executive Summary
 - II. Functional Specifications
 - III. Assessment Findings and Recommendations
8. Review and finalize the draft of the Software Specifications Summary document with organizational leadership

Component I will develop the functional specifications for a successful EMR software selection process and will include two conference calls and one three-day site visit in order to accomplish the tasks listed above.

Component II: RFP Development

In this component of the process, the *OPEN MINDS* team will design an RFP that accurately reflects the identified functional specifications and business requirements for the organization. This RFP will then be issued to potential vendors. The *OPEN MINDS* team will:

1. Conduct a meeting with organizational leadership to review functional specifications, system priorities, knock-out factors, customer service priorities, and other factors to be incorporated in the RFP
2. Prepare meeting minutes for distribution summarizing discussion and assumptions
3. Develop an outline for the RFP, evaluation process description, and scoring process description
4. Conduct a conference call with organizational leadership to discuss the RFP outline, evaluation process, and scoring process description
5. Create a draft RFP to vendors, including software specifications and management requirements
6. Develop a list of potential vendors
7. Conduct a conference call with organizational leadership to review/finalize RFP and determine list of vendors to receive the RFP
8. Release the RFP to select vendors
9. Respond to vendor questions

Component II will design, develop, and release to vendors, an RFP detailing Mental Health Systems' functional specification requirements. This component will include three conference calls in order to accomplish the tasks listed above.

Component III: Assistance with vendor selection

OPEN MINDS can provide objective assistance during the vendor selection process and assist Mental Health Systems to find a best fit EMR solution that meets its identified business requirements. *OPEN MINDS* will evaluate vendors based on a finalist scoring sheet, check reference for selected vendors and assist Mental Health Systems leadership with on-site vendor demonstrations. The *OPEN MINDS* team will:

1. Develop a template for scoring vendor responses to the RFP
2. Develop a template for vendor reference checks
3. Receive proposals from all invited vendors
4. Evaluate proposals for "knock out" factors
5. Conduct customer satisfaction/service interviews with vendor customers
6. Tabulate the customer satisfaction/service interviews
7. Develop a scoring sheet for finalist on-site software demonstrations
8. Score vendor responses per the process approved by organizational leadership; prepare a summary of the scoring for organizational leadership review
9. Check the references for selected vendors
10. Conduct a conference call with organizational leadership to discuss the scoring summary and scoring sheet for demos, select vendors for on-site demonstrations, and set up logistics for on-site demos
11. Send letters to the vendors selected for on-site demonstrations
12. Schedule on-site demonstrations; create a master schedule
13. Sit in with organizational leadership for the first on-site vendor software demonstration day (additional days are optional)
14. Integrate the vendor demonstration with scoring with other items on the vendor scoring sheet
15. Conduct an on-site meeting with organizational leadership to review vendor functional scoring, pricing, and references
16. Final vendor selection; final vendor notification letters; schedule on-site day with selected vendor to start contract negotiation process

Component III will provide assistance in the RFP selection process by developing an RFP scoring criteria, evaluating vendor proposals, checking references of selected vendors, and assisting with on-site vendor demonstrations. This component will include one conference call and two one-day on-site visits in order to accomplish the tasks listed above.

Component IV: Assistance with vendor contracting

At the request of Mental Health Systems, Inc., *OPEN MINDS* can provide contract assistance during the process of contracting with the selected vendor. All assistance with vendor contracting will be provided at *OPEN MINDS* discounted hourly rates under a separate contract.

Component V: Assistance with implementation

OPEN MINDS can provide the organization with assistance during the implementation phase of the software selection process. All assistance with implementation will be provided at *OPEN MINDS* discounted hourly rates under a separate contract.

EXHIBIT B



OPEN MINDS

August 3, 2011

Mr. Orville Coonce
Executive Vice President, Clinical Divisions
Mental Health Systems, Inc.
9465 Farnham Street
San Diego, CA 92123

RE: Discounted Hourly Basis Agreement

Dear Mr. Coonce,

Per our discussions, we will set up a new project number for ongoing consultation as requested. All work will be pre-authorized by you and will be billed at our discounted hourly rates, as per our original agreement.

If you have any questions about this arrangement, please do not hesitate to contact the *OPEN MINDS* team at 717-334-1329.

Thank you for the opportunity to continue to work with Mental Health Systems, Inc.

Sincerely,

Monica E. Oss
Chief Executive Officer

Cc: John Talbot, Executive Vice President, *OPEN MINDS*
Rejean Carlson, Vice President of Business Operations, *OPEN MINDS*
Joe Naughton-Travers, Senior Associate, *OPEN MINDS*
Encl: Research & Consultative Services Agreement, December 7, 2010

EXHIBIT C

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 7/31/2015 | 4462 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|--|
| Avatar: On-going consultation re: medical records software selection for Mental Health Systems, Inc. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|---|-------|-----------|-------------|
| | | | | | 8/31/2015 | |
| 2133B-DH | 7/1/2015 | Alsten Tauro | Call, BaseCamp update, email correspondence and meeting scheduling | 5.25 | 200.00 | 1,050.00 |
| | 7/2/2015 | Alsten Tauro | Email review and correspondence; meeting scheduling | 3.25 | 200.00 | 650.00 |
| | 7/6/2015 | Joe Naughton-Travers | July meeting planning and emails | 2 | 300.00 | 600.00 |
| | 7/6/2015 | Alsten Tauro | Email review and correspondence; scheduling meetings | 2.75 | 200.00 | 550.00 |
| | 7/7/2015 | Alsten Tauro | Email review and correspondence; scheduling meetings; BaseCamp; review and updates; outpatient form prep | 4.75 | 200.00 | 950.00 |
| | 7/8/2015 | Alsten Tauro | BaseCamp review and updates; email correspondence; review with Joe; form meeting recap; meeting to review Family Forces and Counseling; scheduling meetings | 8.25 | 200.00 | 1,650.00 |
| | 7/9/2015 | Joe Naughton-Travers | Finalized July site visit plans; notes from planning meeting; emails | 2.5 | 300.00 | 750.00 |
| | 7/10/2015 | Alsten Tauro | MHS billing setup; email correspondence; call with MHS billing | 2.25 | 200.00 | 450.00 |
| | 7/13/2015 | Alsten Tauro | Email review and correspondence; meeting scheduling | 3 | 200.00 | 600.00 |
| | 7/14/2015 | Alsten Tauro | Email review and correspondence | 0.5 | 200.00 | 100.00 |
| | 7/15/2015 | Joe Naughton-Travers | AVATAR project review; BaseCamp review; assorted emails to team members to get key answers and projected completion dates; trouble-shooting | 4 | 300.00 | 1,200.00 |
| | 7/15/2015 | Alsten Tauro | Email review and correspondence; BaseCamp review and updates; meeting with EHR team; project review and correspondence | 5 | 200.00 | 1,000.00 |
| | 7/17/2015 | Joe Naughton-Travers | Project review call; emails | 2 | 300.00 | 600.00 |
| | 7/17/2015 | Alsten Tauro | Review; email review, correspondence, BaseCamp updates and meeting scheduling | 2.5 | 200.00 | 500.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| Total |
|--------------------|
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 7/31/2015 | 4462 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|--|
| Avatar: On-going consultation re: medical records software selection for Mental Health Systems, Inc. |

| Account # | | Service Description | Hours | Due Date | P.O. Number |
|-----------|----------------------|---|-------|-----------|-------------|
| | | | | 8/31/2015 | |
| 7/19/2015 | Alsten Tauro | BaseCamp review and email correspondence | 0.5 | 200.00 | 100.00 |
| 7/20/2015 | Alsten Tauro | Team email and BaseCamp review | 0.25 | 200.00 | 50.00 |
| 7/21/2015 | Alsten Tauro | Email correspondence and BaseCamp review | 1.5 | 200.00 | 300.00 |
| 7/22/2015 | Alsten Tauro | Email and BaseCamp review; NBH forms and report discussion; email correspondence and meeting scheduling | 3.25 | 200.00 | 650.00 |
| 7/24/2015 | Joe Naughton-Travers | Avatar: team call, detailed BaseCamp and project review; July visit planning and emails | 4 | 300.00 | 1,200.00 |
| 7/24/2015 | Alsten Tauro | Email review and scheduling; team review and discussion | 0.5 | 200.00 | 100.00 |
| 7/28/2015 | Alsten Tauro | BaseCamp and email review; meeting scheduling; meeting with Lean | 6 | 200.00 | 1,200.00 |
| 7/29/2015 | Joe Naughton-Travers | Avatar: on-site day | 12 | 300.00 | 3,600.00 |
| 7/29/2015 | Alsten Tauro | Project management review; team discussion | 3.75 | 200.00 | 750.00 |
| 7/30/2015 | Alsten Tauro | Email correspondence; meeting scheduling | 1 | 200.00 | 200.00 |
| 7/31/2015 | Alsten Tauro | Project management review with BaseCamp notes; meeting with Lean; project management email review | 3 | 200.00 | 600.00 |
| 7/31/2015 | | Travel expenses for Joe Naughton-Travers' on-site visit 7/27 to 8/1/15 | | 3,544.07 | 3,544.07 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| | |
|--------------------|-------------|
| Total | \$22,944.07 |
| Balance Due | \$22,944.07 |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 7/31/2015 | 4461 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|---|
| PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|--|-------|-----------|-------------|
| | | | | | 8/31/2015 | |
| 2133-DH | 7/1/2015 | Stephanie Asper | Schedule 4 calls | 0.75 | 80.00 | 60.00 |
| | 7/2/2015 | Stephanie Asper | Scheduling; availability surveys | 0.5 | 80.00 | 40.00 |
| | 7/2/2015 | Monica Oss | Prepare for meeting | 0.5 | 300.00 | 150.00 |
| | 7/3/2015 | Monica Oss | Prepare for meeting | 0.5 | 300.00 | 150.00 |
| | 7/5/2015 | Monica Oss | Prepare for meeting | 0.5 | 300.00 | 150.00 |
| | 7/6/2015 | Joe Naughton-Travers | Final meeting prep for NBH problem solving and restructuring plan | 2.5 | 300.00 | 750.00 |
| | 7/6/2015 | Monica Oss | Prepare for meeting; travel | 4 | 300.00 | 1,200.00 |
| | 7/7/2015 | Joe Naughton-Travers | On-site day | 12 | 300.00 | 3,600.00 |
| | 7/7/2015 | Stephanie Asper | Schedule conference call | 0.25 | 80.00 | 20.00 |
| | 7/7/2015 | Monica Oss | Meeting preparation; meeting; travel | 8.5 | 300.00 | 2,550.00 |
| | 7/9/2015 | Stephanie Asper | Schedule calls | 0.5 | 80.00 | 40.00 |
| | 7/9/2015 | Monica Oss | Develop follow-up action plan for CARES and reorganization | 1 | 300.00 | 300.00 |
| | 7/13/2015 | Stephanie Asper | Schedule billing call | 0.25 | 80.00 | 20.00 |
| | 7/14/2015 | Stephanie Asper | Delegate future EHR calls to new team member on MHS | 0.25 | 80.00 | 20.00 |
| | 7/15/2015 | Joe Naughton-Travers | Assorted planning and emails regarding divesture for CARES | 3 | 300.00 | 900.00 |
| | 7/15/2015 | Monica Oss | Review materials on sales of CARES | 0.5 | 300.00 | 150.00 |
| | 7/17/2015 | Joe Naughton-Travers | Assorted planning and emails regarding divesture for CARES; provider research planning and instructions; began outline for prospectus; calls | 6 | 300.00 | 1,800.00 |
| | 7/17/2015 | Stephanie Asper | Project call and meeting minutes | 1 | 80.00 | 80.00 |
| | 7/20/2015 | Monica Oss | Budget review | 0.5 | 300.00 | 150.00 |
| | 7/22/2015 | Stephanie Asper | Reschedule conference call | 0.25 | 80.00 | 20.00 |
| | 7/24/2015 | Joe Naughton-Travers | CARES: reviewed provider database research results; emails regarding next steps; all July visit planning | 6 | 300.00 | 1,800.00 |
| | 7/24/2015 | Stephanie Asper | Team call and meeting minutes | 0.75 | 80.00 | 60.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| Total |
|--------------------|
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 7/31/2015 | 4461 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|--|
| PFM: Technial assistance in PFM operational changes and other areas. |

| Account # | Due Date | P.O. Number | | | |
|-----------------|----------------------|---|-------|----------|----------|
| | | | | | |
| 2133-DH | 8/31/2015 | | | | |
| Date of Service | Consultant | Service Description | Hours | Rate | Amount |
| 7/29/2015 | Monica Oss | Review plan for sale of CARES | 0.5 | 300.00 | 150.00 |
| 7/30/2015 | Joe Naughton-Travers | On-site day | 12 | 300.00 | 3,600.00 |
| 7/31/2015 | Joe Naughton-Travers | On-site day | 12 | 300.00 | 3,600.00 |
| 7/13/2015 | Reimb Group | Travel expenses for Joe Naughton-Travers' on-site visit 7/5 to 7/7/15 | | 2,327.04 | 2,327.04 |
| 7/15/2015 | | Travel expenses for Monica Oss' on-site visit 7/6 & 7/7/15 | | 742.30 | 742.30 |
| | | Total Reimbursable Expenses | | | 3,069.34 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| | |
|--------------------|-------------|
| Total | \$24,429.34 |
| Balance Due | \$24,429.34 |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 8/31/2015 | 4546 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|--|
| Avatar: On-going consultation re: medical records software selection for Mental Health Systems, Inc. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|---|-------|-----------|-------------|
| | | | | | 9/30/2015 | |
| 2133B-DH | 8/3/2015 | Alsten Tauro | Project management review; agenda development; project review | 1.25 | 200.00 | 250.00 |
| | 8/4/2015 | Alsten Tauro | Meeting scheduling; email correspondence; BaseCamp updates; call with Lean; implementation agenda | 2.5 | 200.00 | 500.00 |
| | 8/4/2015 | Joe Naughton-Travers | Avatar: Detailed project and email review; planning and feedback about leadership priorities and communication emails | 4 | 300.00 | 1,200.00 |
| | 8/5/2015 | Alsten Tauro | Email review and BaseCamp updates; NBH EHR implementation meeting; meeting review and email correspondence; BaseCamp updates | 3.5 | 200.00 | 700.00 |
| | 8/6/2015 | Alsten Tauro | Email correspondence | 0.5 | 200.00 | 100.00 |
| | 8/7/2015 | Alsten Tauro | BaseCamp review and edits; project management prep and call; email review | 4 | 200.00 | 800.00 |
| | 8/10/2015 | Alsten Tauro | Email correspondence; BaseCamp review and edits; implementation team agenda | 2.25 | 200.00 | 450.00 |
| | 8/11/2015 | Alsten Tauro | BaseCamp review; agenda tweaking; email correspondence; meeting scheduling | 1 | 200.00 | 200.00 |
| | 8/12/2015 | Alsten Tauro | BaseCamp review; meeting review; email correspondence; NBH EHR implementation review and comments | 2.75 | 200.00 | 550.00 |
| | 8/13/2015 | Joe Naughton-Travers | AVATAR: project and BaseCamp review; emails regarding progress and issues; meeting minutes review regarding key issue and timelines, etc. | 4 | 300.00 | 1,200.00 |
| | 8/13/2015 | Alsten Tauro | BaseCamp review; email correspondence; project management preparation | 2.75 | 200.00 | 550.00 |
| | 8/14/2015 | Joe Naughton-Travers | AVATAR: assorted August meeting planning and logistics; review of additional meetings from this week's project meetings and reviews; emails; team project review call | 3 | 300.00 | 900.00 |

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|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| Total |
|--------------------|
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 8/31/2015 | 4546 |

| Bill To | Project Description |
|---|--|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 | Avatar: On-going consultation re: medical records software selection for Mental Health Systems, Inc. |

| Account # | | | Due Date | P.O. Number | |
|-----------------|----------------------|---|-----------|-------------|----------|
| 2133B-DH | | | 9/30/2015 | | |
| Date of Service | Consultant | Service Description | Hours | Rate | Amount |
| 8/14/2015 | Alsten Tauro | BaseCamp review and email correspondence; project management meeting; email correspondence; review call | 2.5 | 200.00 | 500.00 |
| 8/17/2015 | Alsten Tauro | BaseCamp review; email correspondence | 1 | 200.00 | 200.00 |
| 8/19/2015 | Joe Naughton-Travers | Avatar: Latest project management review, meeting notes, BaseCamp review | 1.5 | 300.00 | 450.00 |
| 8/21/2015 | Alsten Tauro | Review of BaseCamp; project management agenda and meeting email review and correspondence | 4 | 200.00 | 800.00 |
| 8/24/2015 | Alsten Tauro | BaseCamp review and email correspondence | 0.75 | 200.00 | 150.00 |
| 8/25/2015 | Alsten Tauro | Email review and correspondence; BaseCamp updates | 0.5 | 200.00 | 100.00 |
| 8/26/2015 | Alsten Tauro | Email review and correspondence; BaseCamp updates | 1.75 | 200.00 | 350.00 |
| 8/27/2015 | Alsten Tauro | Email review and correspondence; BaseCamp updates & training with Olandria | 3 | 200.00 | 600.00 |
| 8/28/2015 | Alsten Tauro | BaseCamp review; email correspondence; project management meeting | 3 | 200.00 | 600.00 |
| 8/31/2015 | Alsten Tauro | Email review and correspondence; BaseCamp updates | 1.5 | 200.00 | 300.00 |
| 8/31/2015 | | Travel expenses for Joe Naughton-Travers' on-site visit 8/22 to 8/28/15 | | 2,806.92 | 2,806.92 |

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|---|-----------------------------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | Total \$14,256.92 | |
| | Balance Due \$14,256.92 | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 8/31/2015 | 4545 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|---|
| PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|--|-------|-----------|-------------|
| | | | | | 9/30/2015 | |
| 2133-DH | 8/3/2015 | Stephanie Asper | Team call and meeting minutes | 0.75 | 80.00 | 60.00 |
| | 8/3/2015 | Monica Oss | Plan for meeting | 1 | 300.00 | 300.00 |
| | 8/4/2015 | Stephanie Asper | Schedule call | 0.25 | 80.00 | 20.00 |
| | 8/4/2015 | Joe Naughton-Travers | Detailed CARES and NBH planning for 8/25 meeting; review of assorted emails and financial info about CARES; CARES offer letter and research plan and next steps; team call; emails | 6 | 300.00 | 1,800.00 |
| | 8/5/2015 | Stephanie Asper | Call availability emails | 0.25 | 80.00 | 20.00 |
| | 8/7/2015 | Stephanie Asper | Autism provider list to Kim Bond for review; call meeting times to team for availability | 0.5 | 80.00 | 40.00 |
| | 8/10/2015 | Stephanie Asper | Letter formatting; create mail merge | 1 | 80.00 | 80.00 |
| | 8/11/2015 | Stephanie Asper | Print letters; fold and stuff envelopes | 2 | 80.00 | 160.00 |
| | 8/11/2015 | Stephanie Asper | Scheduling calls | 0.75 | 80.00 | 60.00 |
| | 8/12/2015 | Stephanie Asper | Onboarding call follow-up and schedule team review call | 0.25 | 80.00 | 20.00 |
| | 8/14/2015 | Joe Naughton-Travers | CARES and NBH issue review; meeting planning for August planning meeting; team call to discuss key leadership concerns, etc. | 3.25 | 300.00 | 975.00 |
| | 8/14/2015 | Monica Oss | Plan agenda for planning meeting | 0.5 | 300.00 | 150.00 |
| | 8/17/2015 | Monica Oss | Plan for strategy meeting | 0.5 | 300.00 | 150.00 |
| | 8/18/2015 | Joe Naughton-Travers | CARES: NDAs developed, assorted contacts with interested providers, emails, NDAs for specific providers, etc. | 6 | 300.00 | 1,800.00 |
| | 8/19/2015 | Monica Oss | Review plan for strategy meeting | 0.5 | 300.00 | 150.00 |
| | 8/20/2015 | Monica Oss | Planning for strategy meeting | 0.5 | 300.00 | 150.00 |
| | 8/22/2015 | Joe Naughton-Travers | CARES: Additional NDAs for more providers, emails and follow-up, summary list developed; prep for other August meetings for PFM project, individual meetings etc. | 6.5 | 300.00 | 1,950.00 |
| | 8/24/2015 | Joe Naughton-Travers | Preparation, meeting, follow-up | 12 | 300.00 | 3,600.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| Total |
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| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 8/31/2015 | 4545 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|---|
| PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|--|-------|-----------|-------------|
| | | | | | 9/30/2015 | |
| | 8/24/2015 | Stephanie Asper | NDA tracking and return calls | 0.5 | 80.00 | 40.00 |
| | 8/24/2015 | Monica Oss | Review agenda and materials for planning meeting | 0.5 | 300.00 | 150.00 |
| | 8/25/2015 | Joe Naughton-Travers | Preparation, meeting, follow-up | 12 | 300.00 | 3,600.00 |
| | 8/25/2015 | Monica Oss | Prepare for planning meeting; participate in planning meeting; follow-up plan | 6.5 | 300.00 | 1,950.00 |
| | 8/26/2015 | Stephanie Asper | Schedule team call to discuss new workplan after on-site | 0.25 | 80.00 | 20.00 |
| | 8/27/2015 | Joe Naughton-Travers | AVATAR: assorted project review and management | 2 | 300.00 | 600.00 |
| | 8/27/2015 | Alsten Tauro | Review of MHS PowerPoints; team meeting about MHS | 1 | 200.00 | 200.00 |
| | 8/28/2015 | Joe Naughton-Travers | Preparation, meeting, follow-up | 12 | 300.00 | 3,600.00 |
| | 8/31/2015 | Joe Naughton-Travers | Detailed notes and follow-up from leadership planning day in August for breakeven plan and leadership restructuring; assorted to-do lists in preparation for project management; team instructions | 8 | 300.00 | 2,400.00 |

| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
|---|--------------|------------------------|
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| | |
|--------------------|-------------|
| Total | \$24,045.00 |
| Balance Due | \$24,045.00 |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 9/30/2015 | 4589 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|--|
| Avatar: On-going consultation re: medical records software selection for Mental Health Systems, Inc. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|---|-------|------------|-------------|
| | | | | | 10/31/2015 | |
| 2133B-DH | 9/1/2015 | Alsten Tauro | BaseCamp review; email review and correspondence; NBH Implementation team agenda prep | 5 | 200.00 | 1,000.00 |
| | 9/2/2015 | Alsten Tauro | BaseCamp review; email review and correspondence; NBH Implementation team agenda edits; NBH implementation team meeting and review | 3.25 | 200.00 | 650.00 |
| | 9/3/2015 | Alsten Tauro | Email correspondence | 0.75 | 200.00 | 150.00 |
| | 9/4/2015 | Joe Naughton-Travers | AVATAR: BaseCamp and project management review; team project review call; reviewed assorted emails and issues regarding setting up MHS billing in AVATAR | 2 | 300.00 | 600.00 |
| | 9/4/2015 | Alsten Tauro | Email review; Team call; BaseCamp review and updates; Project management meeting prep, meeting and review email; Follow up emails to NBH implementation team with To-Do assignments; Project management meeting with Lean | 7.5 | 200.00 | 1,500.00 |
| | 9/8/2015 | Alsten Tauro | Email correspondence | 0.5 | 200.00 | 100.00 |
| | 9/9/2015 | Alsten Tauro | EHR implementation meeting prep; meeting; notes | 3.25 | 200.00 | 650.00 |
| | 9/10/2015 | Alsten Tauro | Meeting scheduling | 0.25 | 200.00 | 50.00 |
| | 9/11/2015 | Joe Naughton-Travers | Detailed review of current project status and key issues for October go-live and MHS billing; BaseCamp review; team call | 2 | 300.00 | 600.00 |
| | 9/11/2015 | Alsten Tauro | MHS team review | 0.5 | 200.00 | 100.00 |
| | 9/14/2015 | Alsten Tauro | Email correspondence, BaseCamp review, and delayed and upcoming to-do items review email | 4.25 | 200.00 | 850.00 |
| | 9/15/2015 | Alsten Tauro | BaseCamp review and EHR implementation team agenda | 3 | 200.00 | 600.00 |

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|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| Total |
|--------------------|
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 9/30/2015 | 4589 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|--|
| Avatar: On-going consultation re: medical records software selection for Mental Health Systems, Inc. |

| Account # | Due Date | P.O. Number | | | | | | |
|-----------|----------------------|---|-----------------|------------|---------------------|-------|------|--------|
| | | | Date of Service | Consultant | Service Description | Hours | Rate | Amount |
| 2133B-DH | 10/31/2015 | | | | | | | |
| 9/16/2015 | Joe Naughton-Travers | AVATAR: Detailed project review and coordination regarding October go-live date, priority tasks, project; emails | 3.75 | 300.00 | 1,125.00 | | | |
| 9/16/2015 | Alsten Tauro | NBH EHR implementation team agenda | 0.5 | 200.00 | 100.00 | | | |
| 9/18/2015 | Alsten Tauro | BaseCamp review and email correspondence | 3 | 200.00 | 600.00 | | | |
| 9/21/2015 | Alsten Tauro | BaseCamp review and email correspondence | 2.5 | 200.00 | 500.00 | | | |
| 9/22/2015 | Alsten Tauro | BaseCamp review and email correspondence | 0.5 | 200.00 | 100.00 | | | |
| 9/23/2015 | Alsten Tauro | EHR implementation agenda prep, call, and meeting notes | 2.25 | 200.00 | 450.00 | | | |
| 9/25/2015 | Alsten Tauro | BaseCamp review, email correspondence; EHR delays and current to-do items; BaseCamp updates | 5.25 | 200.00 | 1,050.00 | | | |
| 9/26/2015 | Joe Naughton-Travers | AVATAR: Assorted emails regarding last tasks prior to go-live; reviewed BaseCamp project management; alerted finance team to billing set-up risks, etc. | 2 | 300.00 | 600.00 | | | |
| 9/28/2015 | Joe Naughton-Travers | AVATAR: assorted emails and issues regarding NBH go-live and final tasks for October 1st | 1.25 | 300.00 | 375.00 | | | |
| 9/28/2015 | Alsten Tauro | Email review and correspondence; BaseCamp review and updates; delayed and upcoming to-do items review | 4.5 | 200.00 | 900.00 | | | |
| 9/29/2015 | Alsten Tauro | BaseCamp review and updates; email correspondence | 2 | 200.00 | 400.00 | | | |
| 9/30/2015 | Joe Naughton-Travers | AVATAR: Kick-off emails, project management check-in regarding October go-live prep | 1 | 300.00 | 300.00 | | | |
| 9/30/2015 | Alsten Tauro | BaseCamp review and updates; email correspondence | 1.5 | 200.00 | 300.00 | | | |

| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
|---|--------------|------------------------|
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

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|--------------------|-------------|
| Total | \$13,650.00 |
| Balance Due | \$13,650.00 |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 9/30/2015 | 4588 |

| Bill To | Project Description |
|---|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 | PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | | | Due Date | P.O. Number | |
|-----------------|----------------------|---|------------|-------------|----------|
| 2133-DH | | | 10/31/2015 | | |
| Date of Service | Consultant | Service Description | Hours | Rate | Amount |
| 9/4/2015 | Joe Naughton-Travers | Assorted CARES related emails from interested parties, NDAs, etc. | 4 | 300.00 | 1,200.00 |
| 9/4/2015 | Stephanie Asper | Team call and meeting minutes | 0.25 | 80.00 | 20.00 |
| 9/8/2015 | Joe Naughton-Travers | Developed detailed BreakEven plan and set-up project in BaseCamp; brief conference call with Kim; assorted emails; additional CARES NDA follow-up and emails, etc. | 8 | 300.00 | 2,400.00 |
| 9/9/2015 | Joe Naughton-Travers | Detailed September meeting planning; next steps on alerting team members about the BreakEven plan and setting up planning calls; planning KPI project for IT/Open Minds for dashboards; updated emails | 4 | 300.00 | 1,200.00 |
| 9/11/2015 | Joe Naughton-Travers | Team call to discuss BreakEven plan project management, key tasks, and assignments; assorted emails and follow-up; KPI project planning for executive team and job description status review; assorted emails, contacts, and NDAs for CARES acquisition project | 7.5 | 300.00 | 2,250.00 |
| 9/11/2015 | Stephanie Asper | Team call and meeting minutes | 0.25 | 80.00 | 20.00 |
| 9/14/2015 | Joe Naughton-Travers | PFM Project and task review updates and emails; PFM meeting planning, with proposed tasks and priorities; assorted meeting logistics, emails | 4.5 | 300.00 | 1,350.00 |
| 9/14/2015 | Alsten Tauro | Meeting scheduling | 1 | 200.00 | 200.00 |
| 9/15/2015 | Joe Naughton-Travers | BreakEven plan and tasks and assignments to all team members for the eight project areas; set up details in project management software, emails, calls, and follow-up | 4 | 300.00 | 1,200.00 |
| 9/15/2015 | Stephanie Asper | Updates to NDAs | 0.25 | 80.00 | 20.00 |
| 9/15/2015 | Alsten Tauro | Meeting scheduling | 0.5 | 200.00 | 100.00 |

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| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

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| Total |
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 9/30/2015 | 4588 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|---|
| PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|--|-------|------------|-------------|
| | | | | | 10/31/2015 | |
| | 9/17/2015 | Joe Naughton-Travers | CARES project: NDA, next steps, emails; continued prospectus; calls and coordination to accelerate process | 4 | 300.00 | 1,200.00 |
| | 9/17/2015 | Joe Naughton-Travers | BreakEven plan: continued emails and prep; reviewed strategic plan updates and created project plan | 3.75 | 300.00 | 1,125.00 |
| | 9/17/2015 | Seth Martin | Updated NDA list | 0.5 | 80.00 | 40.00 |
| | 9/18/2015 | Joe Naughton-Travers | BreakEven plan: several conference calls, fleshed out tactics, follow-up emails | 6 | 300.00 | 1,800.00 |
| | 9/18/2015 | Alsten Tauro | Meetings with Scott, Laura, Wendy, Danica and Tina | 2.25 | 200.00 | 450.00 |
| | 9/18/2015 | Seth Martin | Schedule remaining 4 web meetings with MHS; Web meeting with client discussing Component #1 - Management of Current Cost Based Projects, Component # 3 - Business Development; New Government Contracts that permit margin, Component #7 - Increase Annual Fundraising | 3.25 | 80.00 | 260.00 |
| | 9/18/2015 | Monica Oss | Review BreakEven plan | 0.5 | 300.00 | 150.00 |
| | 9/19/2015 | Joe Naughton-Travers | BreakEven plan: extensive executive update on process, next steps, and questions; project management, notes; team instructions | 4.5 | 300.00 | 1,350.00 |
| | 9/20/2015 | Joe Naughton-Travers | Reviewed updates and information from Kim on the BreakEven plan and logistics, notes and updated; emails | 2 | 300.00 | 600.00 |
| | 9/21/2015 | Joe Naughton-Travers | BreakEven plan: assorted team member calls to detail steps, emails, project update on BaseCamp | 6 | 300.00 | 1,800.00 |
| | 9/21/2015 | Seth Martin | Web meeting discussing components #2, 4, 5, and 6 | 1.5 | 80.00 | 120.00 |
| | 9/21/2015 | Alsten Tauro | Meeting scheduling | 0.5 | 200.00 | 100.00 |
| | 9/21/2015 | Monica Oss | Review BreakEven plan | 0.5 | 300.00 | 150.00 |

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|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| Total |
|-------------|
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 9/30/2015 | 4588 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|---|
| PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | | | Due Date | P.O. Number | |
|-----------------|----------------------|---|------------|-------------|----------|
| 2133-DH | | | 10/31/2015 | | |
| Date of Service | Consultant | Service Description | Hours | Rate | Amount |
| 9/22/2015 | Joe Naughton-Travers | Reviewed details of contract maximization plan from Wendy, David's emails, and fundraising, PowerPoint; emails and follow-up; extensive follow-up regarding CARES A/R issues and related issues | 5.5 | 300.00 | 1,650.00 |
| 9/22/2015 | Seth Martin | Requested page 2 of NDA to finalize the document; updated the current NDA list after receiving signed documents | 0.75 | 80.00 | 60.00 |
| 9/23/2015 | Joe Naughton-Travers | Meeting with Kim to review BreakEven plan and CARES and cashflow issues; reviewed A/R detail regarding CARES collections issues; call with Marc regarding KPI project and technology needs | 5 | 300.00 | 1,500.00 |
| 9/23/2015 | Stephanie Asper | Call with client; minutes | 1 | 80.00 | 80.00 |
| 9/23/2015 | Alsten Tauro | Meeting with Marc; Oct. 5th meeting scheduling | 0.75 | 200.00 | 150.00 |
| 9/23/2015 | Monica Oss | Meeting to review break-even plan | 1 | 300.00 | 300.00 |
| 9/25/2015 | Joe Naughton-Travers | CARES A/R, CARES sale, and BreakEven plan; extensive follow-up and emails regarding next steps, current issues, planned critical issues and "virtual" meetings for week of September 28th | 8 | 300.00 | 2,400.00 |
| 9/25/2015 | Seth Martin | Scanned and sent emails to MHS regarding NDAs | 0.25 | 80.00 | 20.00 |
| 9/25/2015 | Alsten Tauro | Team correspondence | 0.25 | 200.00 | 50.00 |
| 9/27/2015 | Joe Naughton-Travers | CARES: Reviewed latest NDAs and status and emails; conference call planning for "virtual" site visits this week; updates to master of BreakEven tasks and project; extensive A/R and collection problem analysis; developed written A/R review and proposed approach for collection and corrective action, notes and emails | 8 | 300.00 | 2,400.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| Total |
|-------------|
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 9/30/2015 | 4588 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|---|
| PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | | | Due Date | P.O. Number |
|-----------------|----------------------|--|------------|-------------|
| | 2133-DH | | 10/31/2015 | |
| Date of Service | Consultant | Service Description | Hours | Rate |
| 9/28/2015 | Joe Naughton-Travers | BreakEven plan - extensive work on assorted task areas - grants, A/R project, cash flow and credit line, meetings and calls with team members for business development initiatives, PFM project; reviewed updated NBH financials and cash flow projects; reviewed Wendy plan | 8.25 | 300.00 |
| 9/28/2015 | Alsten Tauro | Email correspondence; KPI research | 0.5 | 200.00 |
| 9/28/2015 | Monica Oss | Review model for service line development | 0.5 | 300.00 |
| 9/29/2015 | Joe Naughton-Travers | "Virtual Site Day" - BreakEven plan; created excel sales pipeline for grants department; reviewed current tool for RFP evaluation; project calls with Kim, Marc, and Aaron; team project call to review critical issues; notes and project management updates; emails | 9.25 | 300.00 |
| 9/29/2015 | Monica Oss | Review of financial information | 0.5 | 300.00 |
| 9/30/2015 | Joe Naughton-Travers | "Virtual Site Day" - BreakEven project: Reviewed extensive emails, updates, and new A/R reports regarding CARES collection issues, conference call with executive council and follow-up; conference call with PFM team and notes, emails, project management updates, initial October visit planning, etc. | 8.5 | 300.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| | |
|--------------------|-------------|
| Total | \$35,915.00 |
| Balance Due | \$35,915.00 |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 10/31/2015 | 4641 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|--|
| Avatar: On-going consultation re: medical records software selection for Mental Health Systems, Inc. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|---|-------|----------|-------------|
| | | | | | 1/1/2016 | |
| 2133B-DH | 10/1/2015 | Joe Naughton-Travers | AVATAR project: assorted NBH Avatar go-live emails, check-in, and issues; emails regarding treatment plan printing issues; project management | 1.25 | 300.00 | 375.00 |
| | 10/1/2015 | Alsten Tauro | BaseCamp review; email correspondence | 0.5 | 200.00 | 100.00 |
| | 10/2/2015 | Alsten Tauro | BaseCamp review; email correspondence | 0.5 | 200.00 | 100.00 |
| | 10/6/2015 | Alsten Tauro | BaseCamp review; email correspondence | 1 | 200.00 | 200.00 |
| | 10/7/2015 | Alsten Tauro | BaseCamp review; follow-up items; email correspondence | 1 | 200.00 | 200.00 |
| | 10/12/2015 | Alsten Tauro | Team project review; email review and correspondence; BaseCamp review; project management prep; EHR delay and upcoming update | 3.25 | 200.00 | 650.00 |
| | 10/14/2015 | Alsten Tauro | email correspondence; BaseCamp review and updates | 1 | 200.00 | 200.00 |
| | 10/16/2015 | Alsten Tauro | email correspondence; BaseCamp review and updates | 1.25 | 200.00 | 250.00 |
| | 10/18/2015 | Joe Naughton-Travers | AVATAR: detailed and project review regarding go-live, implementation issues; meeting prep | 3 | 300.00 | 900.00 |
| | 10/19/2015 | Alsten Tauro | BaseCamp review and updates; EHR implementation review; email correspondence | 3 | 200.00 | 600.00 |
| | 10/20/2015 | Joe Naughton-Travers | AVATAR: additional project management update and review; in particular with regards to billing issues and impact on cashflow; emails | 1.25 | 300.00 | 375.00 |
| | 10/21/2015 | Alsten Tauro | BaseCamp review and updates; EHR implementation review; email correspondence | 1 | 200.00 | 200.00 |
| | 10/22/2015 | Alsten Tauro | BaseCamp review and updates; email correspondence | 1 | 200.00 | 200.00 |
| | 10/23/2015 | Alsten Tauro | BaseCamp review and updates; EHR implementation review; email correspondence | 0.75 | 200.00 | 150.00 |

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|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| Total |
|--------------------|
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 10/31/2015 | 4641 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|--|
| Avatar: On-going consultation re: medical records software selection for Mental Health Systems, Inc. |

| Account # | | Due Date | P.O. Number | | |
|-----------------|----------------------|--|-------------|--------|--------|
| | | | | | |
| Date of Service | Consultant | Service Description | Hours | Rate | Amount |
| 10/26/2015 | Alsten Tauro | BaseCamp review and updates; EHR Implementation Review; email correspondence; Meeting review | 1 | 200.00 | 200.00 |
| 10/27/2015 | Joe Naughton-Travers | AVATAR: BaseCamp project review and project team review meeting | 1 | 300.00 | 300.00 |
| 10/30/2015 | Alsten Tauro | Project management prep and meeting | 1 | 200.00 | 200.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| | |
|--------------------|------------|
| Total | \$5,200.00 |
| Balance Due | \$5,200.00 |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 10/31/2015 | 4640 |

| Bill To | Project Description |
|---|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 | PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | | | Due Date | P.O. Number | |
|-----------------|----------------------|---|----------|-------------|----------|
| 2133-DH | | | 1/1/2016 | | |
| Date of Service | Consultant | Service Description | Hours | Rate | Amount |
| 10/1/2015 | Joe Naughton-Travers | "Virtual" site day - meeting planning; data entry and billing issues for MHS Avatar billing go-live; other break-even project issues; CARES A/R and report needs for new system; intellectual property sales discussion notes | 8 | 300.00 | 2,400.00 |
| 10/2/2015 | Joe Naughton-Travers | Assorted CARES sales issues and emails; team call and planning regarding financial review for credit lines, cash, and financial statements; BreakEven project tasks updates and emails; etc. | 6 | 300.00 | 1,800.00 |
| 10/2/2015 | Sun Vega | Call with JNT regarding financial review audit | 1 | 300.00 | 300.00 |
| 10/4/2015 | Joe Naughton-Travers | Finalized CARES draft prospectus and finalized draft info and plan for sale of intellectual property; BreakEven project updates | 4 | 300.00 | 1,200.00 |
| 10/5/2015 | Joe Naughton-Travers | BreakEven project: began review of assorted drafts of intellectual property materials; numerous related emails; October visit planning and emails; reviewed latest billing and collection reports for CARES, cash forecasts, etc. | 5.25 | 300.00 | 1,575.00 |
| 10/5/2015 | Alsten Tauro | KPI options review; simple KPI website review | 2 | 200.00 | 400.00 |
| 10/5/2015 | Sun Vega | Review cash reports sent by Michael Hawkey, CFO | 1 | 300.00 | 300.00 |
| 10/6/2015 | Stephanie Asper | Sales pipeline | 2.5 | 80.00 | 200.00 |
| 10/6/2015 | Alsten Tauro | Meeting with Danica and Tina | 0.5 | 200.00 | 100.00 |
| 10/6/2015 | Sun Vega | Call with Michael Hawkey, CFO discuss reports and request additional information | 1.5 | 300.00 | 450.00 |
| 10/7/2015 | Joe Naughton-Travers | BreakEven project: finalized sales pipeline excel; call with Tina and Danica to review and plan next steps; CARES prospectus updates and emails; call with Rebecca regarding CARES key issues and next steps; contact with prospective buyer for CARES, notes | 3.75 | 300.00 | 1,125.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| Total |
|--------------------|
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 10/31/2015 | 4640 |

| Bill To | Project Description |
|---|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 | PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|--|-------|----------|-------------|
| | | | | | 1/1/2016 | |
| | 10/7/2015 | Alsten Tauro | Excel modifications to sales pipeline | 1 | 200.00 | 200.00 |
| | 10/7/2015 | Sun Vega | Write and report information collected and preliminary findings to Joe NT via email; prep for Thursday call with Kim Bond, CEO | 1.5 | 300.00 | 450.00 |
| | 10/7/2015 | Monica Oss | Review financial information | 0.5 | 300.00 | 150.00 |
| | 10/8/2015 | Joe Naughton-Travers | Financial issues review, emails, team calls, conference call with Kim, notes and follow-up; plan for enhanced Cash report through yearend, etc. | 4.25 | 300.00 | 1,275.00 |
| | 10/8/2015 | Sun Vega | Follow-up call with Michael regarding questions and clarification; check-in call with Kim Bond, CEO | 1 | 300.00 | 300.00 |
| | 10/9/2015 | Stephanie Asper | Schedule conference call | 0.25 | 80.00 | 20.00 |
| | 10/9/2015 | Alsten Tauro | BaseCamp review; meeting rescheduling; email correspondence | 1 | 200.00 | 200.00 |
| | 10/9/2015 | Sun Vega | Review cash forecast; financials from Michael Hawley, CFO; email questions to MH | 4 | 300.00 | 1,200.00 |
| | 10/12/2015 | Joe Naughton-Travers | BreakEven project; team calls regarding financials and cash flow; conference call with Kim and follow-up instructions for updated cash project report; meeting logistics for October | 4.5 | 300.00 | 1,350.00 |
| | 10/12/2015 | Stephanie Asper | Project review call and minutes | 0.25 | 80.00 | 20.00 |
| | 10/12/2015 | Alsten Tauro | KPI review, sales pipeline; team project review | 0.5 | 200.00 | 100.00 |
| | 10/12/2015 | Sun Vega | Check-in call with Kim Bond, CEO, MO, JNT | 1 | 300.00 | 300.00 |
| | 10/12/2015 | Monica Oss | Review materials planning call | 1 | 300.00 | 300.00 |
| | 10/13/2015 | Joe Naughton-Travers | BreakEven project emails and issues; updated sales pipeline tool review and instructions; CARES issues, etc. | 2 | 300.00 | 600.00 |
| | 10/13/2015 | Stephanie Asper | Schedule conference call with Sun Vega/Michael Hawley | 0.25 | 80.00 | 20.00 |
| | 10/13/2015 | Alsten Tauro | Sales pipeline revisions and formatting | 1.5 | 200.00 | 300.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

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|--------------------|
| Total |
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 10/31/2015 | 4640 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|---|
| PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|---|-------|----------|-------------|
| | | | | | 1/1/2016 | |
| 2133-DH | 10/13/2015 | Sun Vega | Call with Michael Hawley, CFO to discuss cash forecast reports | 0.75 | 300.00 | 225.00 |
| | 10/15/2015 | Stephanie Asper | Schedule conference call | 0.25 | 80.00 | 20.00 |
| | 10/16/2015 | Sun Vega | Call with Michael Hawley, CFO, Susan King and team to discuss revised case forecast reports | 1 | 300.00 | 300.00 |
| | 10/19/2015 | Joe Naughton-Travers | BreakEven project: assorted issues, emails, and calls regarding problems with cash projection report and corrections; additional notes for meeting with Kim | 4.25 | 300.00 | 1,275.00 |
| | 10/20/2015 | Joe Naughton-Travers | BreakEven project: continued issues with cash report and projections, notes and updates for other team member meetings; emails and review of updated grants RFP pipeline; project management update | 4.5 | 300.00 | 1,350.00 |
| | 10/20/2015 | Alsten Tauro | BaseCamp updates | 0.25 | 200.00 | 50.00 |
| | 10/20/2015 | Sun Vega | Review expense detail for MHS from Michael; request separate detail for NBH | 0.25 | 300.00 | 75.00 |
| | 10/21/2015 | Joe Naughton-Travers | Preparation, meeting, follow-up | 12 | 300.00 | 3,600.00 |
| | 10/21/2015 | Sun Vega | Review MHS forecast submitted by Michael and Susan; provide feedback to Joe and Monica | 1 | 300.00 | 300.00 |
| | 10/22/2015 | Joe Naughton-Travers | Preparation, meeting, follow-up | 12 | 300.00 | 3,600.00 |
| | 10/22/2015 | Monica Oss | Review financial information; call with client | 0.5 | 300.00 | 150.00 |
| | 10/23/2015 | Joe Naughton-Travers | Preparation, meeting, follow-up | 12 | 300.00 | 3,600.00 |
| | 10/26/2015 | Monica Oss | Review preliminary financials | 0.5 | 300.00 | 150.00 |
| | 10/27/2015 | Joe Naughton-Travers | Assorted emails regarding updated cash report, brief call with Kim and OM team, follow-up instructions for financial reports | 2 | 300.00 | 600.00 |
| | 10/27/2015 | Sun Vega | Call with Kim Bond, CEO, check-in regarding status; Review revised cash forecast for MHS from Susan and David | 2 | 300.00 | 600.00 |
| | 10/28/2015 | Joe Naughton-Travers | Emails and updates from the finance team about the A/R and cash situations | 1 | 300.00 | 300.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| Total |
|--------------------|
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 10/31/2015 | 4640 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|---|
| PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | | Due Date | P.O. Number | | |
|-----------------|-----------------|---|-------------|----------|----------|
| | | | | | |
| | | | | | |
| Date of Service | Consultant | Service Description | Hours | Rate | Amount |
| 10/28/2015 | Stephanie Asper | Schedule conference call for Sun Vega & MHS finance team | 0.25 | 80.00 | 20.00 |
| 10/28/2015 | Sun Vega | Review/discuss MHS cash forecast submitted by Susan and David; Provide feedback regarding assumptions; Need Novata detail/assumptions still | 1 | 300.00 | 300.00 |
| 10/1/2015 | Reimb Group | Travel Expense previously unbilled for Joe Naughton-Travers on-site 7/5 - 7/7 | | 785.20 | 785.20 |
| 10/30/2015 | | Travel expenses for Joe Naughton-Travers' on-site visit 10/19 to 10/24/15 Total Reimbursable Expenses | | 3,922.15 | 3,922.15 |
| | | | | | 4,707.35 |

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|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| | |
|--------------------|-------------|
| Total | \$37,857.35 |
| Balance Due | \$37,857.35 |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 11/30/2015 | 4696 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|--|
| Avatar: On-going consultation re: medical records software selection for Mental Health Systems, Inc. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|--------------|--|-------|----------|-------------|
| | | | | | 1/1/2016 | |
| 2133B-DH | 11/2/2015 | Alsten Tauro | BaseCamp review and updates; EHR implementation review; email correspondence | 1 | 200.00 | 200.00 |
| | 11/3/2015 | Alsten Tauro | BaseCamp review and email correspondence | 0.25 | 200.00 | 50.00 |
| | 11/4/2015 | Alsten Tauro | BaseCamp review and updates; EHR implementation review; correspondence | 0.25 | 200.00 | 50.00 |
| | 11/5/2015 | Alsten Tauro | Team meeting prep and review; email correspondence and project management | 0.75 | 200.00 | 150.00 |
| | 11/6/2015 | Alsten Tauro | Project management meeting with Leean; BaseCamp updates; NBH billing review | 2.75 | 200.00 | 550.00 |
| | 11/9/2015 | Alsten Tauro | BaseCamp review and updates; EHR implementation review; email correspondence | 0.75 | 200.00 | 150.00 |
| | 11/10/2015 | Alsten Tauro | BaseCamp updates; NBH billing review and email correspondence | 1 | 200.00 | 200.00 |
| | 11/14/2015 | Alsten Tauro | Email Correspondence | 0.25 | 200.00 | 50.00 |
| | 11/17/2015 | Alsten Tauro | Email review and correspondence | 0.25 | 200.00 | 50.00 |
| | 11/18/2015 | Alsten Tauro | Email review and correspondence | 0.25 | 200.00 | 50.00 |
| | 11/20/2015 | Alsten Tauro | Email review and correspondence | 0.25 | 200.00 | 50.00 |

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|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

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|--------------------|------------|
| Total | \$1,550.00 |
| Balance Due | \$1,550.00 |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 11/30/2015 | 4695 |

| Bill To | Project Description |
|---|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 | PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | | Service Description | Hours | Due Date | P.O. Number |
|-----------------|----------------------|--|-------|----------|-------------|
| | | | | 1/1/2016 | |
| | | | | | |
| Date of Service | Consultant | Service Description | Hours | Rate | Amount |
| 11/2/2015 | Alsten Tauro | Email correspondence | 0.25 | 200.00 | 50.00 |
| 11/5/2015 | Joe Naughton-Travers | BaseCamp and project review; team project call | 1 | 300.00 | 300.00 |
| 11/5/2015 | Stephanie Asper | Review call and minutes | 0.25 | 80.00 | 20.00 |
| 11/6/2015 | Alsten Tauro | MHS billing review, questions, and BaseCamp updates | 1.5 | 200.00 | 300.00 |
| 11/7/2015 | Joe Naughton-Travers | Assorted emails and issues regarding billing for both MHS and NBH; emails and documents regarding A/R issues and cash forecast, notes | 2.25 | 300.00 | 675.00 |
| 11/9/2015 | Alsten Tauro | MHS KPI; MHS billing scheduling; MHS billing call with Ongel and Kris; follow up call with Leean and Don | 2.75 | 200.00 | 550.00 |
| 11/10/2015 | Joe Naughton-Travers | Reviewed latest cash report, detailed email about findings and implications for current financial situation review of emails and updates regarding MHS and NBH billing AVATAR; began preparation for November on-site meetings | 4.5 | 300.00 | 1,350.00 |
| 11/10/2015 | Alsten Tauro | Email Correspondence; BaseCamp updates | 1.25 | 200.00 | 250.00 |
| 11/12/2015 | Joe Naughton-Travers | AVATAR and project review and management; assorted emails about the NBH and MHS billing issue; reviewed business development initiatives | 4.25 | 300.00 | 1,275.00 |
| 11/12/2015 | Alsten Tauro | Email Correspondence; BaseCamp updates; Team call with Sun Vega | 1 | 200.00 | 200.00 |
| 11/12/2015 | Sun Vega | Call with Alsten Tauro regarding billing for MHS versus NBH | 0.5 | 300.00 | 150.00 |
| 11/13/2015 | Joe Naughton-Travers | AVATAR billing issues and emails | 2 | 300.00 | 600.00 |
| 11/13/2015 | Stephanie Asper | Conference call and meeting minutes | 0.25 | 80.00 | 20.00 |
| 11/13/2015 | Sun Vega | Follow-up email regarding MHS NBH cash forecast follow-up items; email Michael regarding MHS third party billing | 0.25 | 300.00 | 75.00 |
| 11/13/2015 | Alsten Tauro | Team call; email review and correspondence | 1.25 | 200.00 | 250.00 |

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|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

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|--------------------|
| Total |
| Balance Due |

OPEN MINDS
163 York Street
Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 11/30/2015 | 4695 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|---|
| PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | | | Due Date | P.O. Number | |
|-----------------|----------------------|---|----------|-------------|----------|
| 2133-DH | | | 1/1/2016 | | |
| Date of Service | Consultant | Service Description | Hours | Rate | Amount |
| 11/14/2015 | Joe Naughton-Travers | Team project meeting and BaseCamp review; team emails regarding financial issues and possible board planning session; updated all BreakEven project tasks from emails and contacts; other project updates and final site visit notes and planning; emails | 8 | 300.00 | 2,400.00 |
| 11/17/2015 | Joe Naughton-Travers | Preparation, meeting, and follow-up | 12 | 300.00 | 3,600.00 |
| 11/17/2015 | Stephanie Asper | Schedule conference call | 0.25 | 80.00 | 20.00 |
| 11/17/2015 | Alsten Tauro | Email review and correspondence | 0.25 | 200.00 | 50.00 |
| 11/17/2015 | Monica Oss | Prepare for call; call and follow-up items | 1 | 300.00 | 300.00 |
| 11/18/2015 | Joe Naughton-Travers | Preparation, meeting, and follow-up | 12 | 300.00 | 3,600.00 |
| 11/18/2015 | Alsten Tauro | Email review and correspondence | 0.25 | 200.00 | 50.00 |
| 11/18/2015 | Monica Oss | Review updated reports | 0.5 | 300.00 | 150.00 |
| 11/19/2015 | Joe Naughton-Travers | Preparation, meeting, and follow-up | 12 | 300.00 | 3,600.00 |
| 11/19/2015 | Sun Vega | Review MHS/NBH consolidated income statement; provide feedback to Joe Naughton-Travers and Monica Oss via email | 0.5 | 300.00 | 150.00 |
| 11/30/2015 | Joe Naughton-Travers | Reviewed cash report and latest NBH information, emails, notes from site visit; drafted board meeting agenda | 4 | 300.00 | 1,200.00 |
| 11/30/2015 | | Travel expenses for Joe Naughton-Travers' on-site visit 11/14 to 11/20 | | 4,820.93 | 4,820.93 |

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| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

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|--------------------|-------------|
| Total | \$26,005.93 |
| Balance Due | \$26,005.93 |

OPEN MINDS
 163 York Street
 163 York Street
 Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 12/31/2015 | 4785 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|--|
| Avatar: On-going consultation re: medical records software selection for Mental Health Systems, Inc. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|----------------------|---|-------|-----------|-------------|
| | | | | | 1/31/2016 | |
| 2133B-DH | 12/1/2015 | Alsten Tauro | Email review and correspondence | 0.5 | 200.00 | 100.00 |
| | 12/2/2015 | Alsten Tauro | Email review and correspondence | 0.25 | 200.00 | 50.00 |
| | 12/3/2015 | Alsten Tauro | Email review | 0.25 | 200.00 | 50.00 |
| | 12/4/2015 | Joe Naughton-Travers | AVATAR project review for NBH and MHS billing; notes; emails regarding latest cash projections and other financial issues | 2.5 | 300.00 | 750.00 |
| | 12/4/2015 | Alsten Tauro | Email review and correspondence | 0.25 | 200.00 | 50.00 |
| | 12/9/2015 | Stephanie Asper | Schedule conference call with Lora Perry and MHS team for Autism service discussion | 0.25 | 80.00 | 20.00 |
| | 12/9/2015 | Alsten Tauro | BaseCamp review and email correspondence | 0.25 | 200.00 | 50.00 |
| | 12/10/2015 | Joe Naughton-Travers | AVATAR: Brief team update regarding EHR implementation and billing issues | 0.25 | 300.00 | 75.00 |
| | 12/10/2015 | Alsten Tauro | Email correspondence; team call with Joe | 1 | 200.00 | 200.00 |
| | 12/18/2015 | Joe Naughton-Travers | AVATAR project review and team call; team call prep for CARES related conference call; conference call; preliminary planning for January meetings and board meeting | 3.5 | 300.00 | 1,050.00 |
| | 12/18/2015 | Stephanie Asper | Strategy call with Joe Naughton-Travers, Lora Perry, and Casey Miller; conference call with client; meeting minutes for both | 1.25 | 80.00 | 100.00 |
| | 12/23/2015 | Joe Naughton-Travers | Assorted emails and project management regarding AVATAR MHS billing and insurance templates; updates on progress and back billing, etc. | 2 | 300.00 | 600.00 |
| | 12/28/2015 | Joe Naughton-Travers | Brief updates and emails regarding MHS AVATAR billing and diagnosis issues | 0.5 | 300.00 | 150.00 |
| | 12/29/2015 | Joe Naughton-Travers | Assorted issues regarding AVATAR MHS billing, emails, team project review | 0.5 | 300.00 | 150.00 |
| | 12/29/2015 | Alsten Tauro | Team project review | 0.25 | 200.00 | 50.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| | |
|--------------------|------------|
| Total | \$3,445.00 |
| Balance Due | \$3,445.00 |

OPEN MINDS
 163 York Street
 163 York Street
 Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|------------|-----------|
| 12/31/2015 | 4784 |

| Bill To |
|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 |

| Project Description |
|---|
| PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | Date of Service | Consultant | Service Description | Hours | Due Date | P.O. Number |
|-----------|-----------------|--------------|---|-------|-----------|-------------|
| | | | | | 1/31/2016 | |
| | 12/3/2015 | Alsten Tauro | Email review and correspondence with Leean and Aaron on MHS Billing issues | 0.5 | 200.00 | 100.00 |
| | 12/4/2015 | Alsten Tauro | Email review and correspondence on 2500 payers and guarantors resolution | 0.25 | 200.00 | 50.00 |
| | 12/13/2015 | Alsten Tauro | MHS review and email correspondence with Leean on resolving issues related to PFM, Programs and Services, 3rd Party Billings, and CIO | 1.25 | 200.00 | 250.00 |
| | 12/18/2015 | Alsten Tauro | MHS team call; email correspondence: follow-up/status with Aaron and Leean on PFM and EHR templates | 0.75 | 200.00 | 150.00 |
| | 12/23/2015 | Alsten Tauro | Email correspondence: Follow-up/status with Aaron and Leean on PFM and EHR templates | 0.25 | 200.00 | 50.00 |
| | 12/28/2015 | Alsten Tauro | Email Correspondence: Follow-up with Aaron on resolution of PFM and EHR templates and follow-up action to ensure Programs Responsibility is addressed | 0.5 | 200.00 | 100.00 |
| | 12/31/2015 | Alsten Tauro | Email Correspondence: Follow-up with Aaron on addressing of Program Responsibility | 0.25 | 200.00 | 50.00 |

| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| | |
|--------------------|-----------------|
| Total | \$750.00 |
| Balance Due | \$750.00 |

OPEN MINDS
 163 York Street
 163 York Street
 Gettysburg, PA 17325



Invoice

| Date | Invoice # |
|-----------|-----------|
| 1/31/2016 | 4841 |

| Bill To | Project Description |
|---|---|
| Mental Health Systems, Inc. Attn: Michael Hawkey 9465 Farnham Street San Diego, CA 92123 | PFM: Technical assistance in PFM operational changes and other areas. |

| Account # | | | Due Date | P.O. Number |
|-----------------|----------------------|--|-----------|-------------|
| | 2133-DH | | 2/29/2016 | |
| Date of Service | Consultant | Service Description | Hours | Rate |
| 1/1/2016 | Joe Naughton-Travers | Project review, meeting planning for January meetings; drafted board meeting agenda; emails; notes | 4 | 300.00 |
| 1/7/2016 | Joe Naughton-Travers | Assorted emails regarding board meeting, financials, etc. | 2.25 | 300.00 |
| 1/10/2016 | Joe Naughton-Travers | Emails and board meeting agenda review and notes; assorted projects review | 2 | 300.00 |
| 1/12/2016 | Stephanie Asper | Conference call with client and minutes | 0.75 | 80.00 |
| 1/12/2016 | Joe Naughton-Travers | Conference call regarding board meeting; follow-up notes | 1 | 300.00 |
| 1/17/2016 | Joe Naughton-Travers | Project review and visit prep; emails and board meeting agenda and content planning | 4 | 300.00 |
| 1/18/2016 | Stephanie Asper | Schedule web link for BOD meeting; draft PPT with trends for meeting; changes to PPT deck | 0.75 | 80.00 |
| 1/19/2016 | Joe Naughton-Travers | Team call, emails regarding finalizing board agenda and key financial issues and concerns | 3 | 300.00 |
| 1/19/2016 | Monica Oss | Review board meeting agenda | 0.5 | 300.00 |
| 1/20/2016 | Joe Naughton-Travers | Preparation, meeting, and follow-up | 12 | 300.00 |
| 1/21/2016 | Stephanie Asper | Edits to draft deck from client | 0.5 | 80.00 |
| 1/21/2016 | Joe Naughton-Travers | Preparation, meeting, and follow-up | 12 | 300.00 |
| 1/22/2016 | Stephanie Asper | Final edits to deck | 0.5 | 80.00 |
| 1/22/2016 | Joe Naughton-Travers | Preparation, meeting, and follow-up | 12 | 300.00 |
| 1/22/2016 | Monica Oss | Prepare for board meeting | 0.5 | 300.00 |
| 1/23/2016 | Joe Naughton-Travers | Preparation, meeting, and follow-up | 12 | 300.00 |
| 1/23/2016 | Monica Oss | Board meeting presentation and participation | 5.5 | 300.00 |
| 1/31/2016 | | Travel expenses for Joe Naughton-Travers' on-site visit 1/18 to 1/25/16 | | 4,571.47 |
| | | | | 4,571.47 |

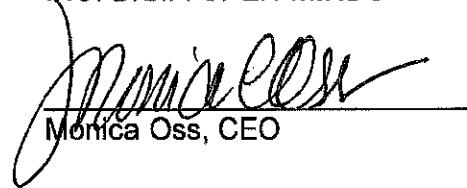
| | | |
|---|--------------|------------------------|
| For Billing Questions Contact: Josue Santoyo, Accounting Manager | | |
| Phone # | Fax # | E-mail |
| 717-334-1329 | 717-334-0538 | jsantoyo@openminds.com |

| | |
|--------------------|-------------|
| Total | \$25,996.47 |
| Balance Due | \$25,996.47 |

VERIFICATION

I, Monica Oss, hereby verify that I am the Chief Executive Officer of Behavioral Health Industry News, Inc. d/b/a Open Minds, and I am authorized to execute this verification on its behalf. I further verify that the facts contained in the foregoing Complaint are true and correct to the best of my information, knowledge, and belief and are made subject to the penalties of 18 Pa. C.S.A. § 4904 relating to unsworn falsification to authorities.

BEHAVIORAL HEALTH INDUSTRY NEWS,
INC. D/B/A OPEN MINDS



Monica Oss, CEO

Dated: August 5, 2016